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September 21, 2005

APPLICATION

2102-64957

Honorable James H. Welsh
Commissioner of Conservation
Louisiana Office of Conservation
P.O. Box 94275
Baton Rouge, Louisiana 70804

Re: Upper Marg Tex 1 Sand, Reservoir C
Upper Marg Tex 2 Sand, Reservoir D
Ellis Field
Acadia Parish, Louisiana

Dear Commissioner Welsh:

Application is hereby made on behalf of **NOBLE ENERGY, INC.** for the calling of a public hearing, after thirty (30) days legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters related to the **Upper Marg Tex 1 Sand, Reservoir C**, and the **Upper Marg Tex 2 Sand, Reservoir D**, in the **Ellis Field**, Acadia Parish, Louisiana, to-wit:

1. To establish rules and regulations and create a single drilling and production unit for each reservoir for the exploration for and production of gas and condensate, such units to be designated U MT 1 RC SUA and U MT 2 RD SUA;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within each of the proposed units, with each tract sharing in unit production on a surface acreage basis of participation;
3. To designate the Noble Energy, Inc. – C. Kratzer No. 1 Well, at the location shown on the attached plats, as the unit well for each of the proposed units;

4. To designate Noble Energy, Inc. as the unit operator for each of the proposed units;
5. To provide that any future alternate and substitute unit wells for the proposed units should be exempt from the spacing provisions of Statewide Order 29-E;
6. To provide that any future wells drilled to the Upper Marg Tex 1 Sand and the Upper Marg Tex 2 Sand outside of the proposed units should be located in accordance with the spacing provisions of Statewide Order No. 29-E;
7. To provide that the Commissioner of Conservation should be authorized to reclassify each of these reservoirs, by supplemental order without the necessity of a public hearing, if the producing characteristics of the reservoir change and evidence to justify such reclassification is submitted to and accepted by the Commissioner; and
8. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Upper Marg Tex 1 Sand, Reservoir C, in the Ellis Field, is hereby defined as being that gas and condensate bearing sand encountered between the depths of 10,727 feet and 10,752 feet, electrical log measurements (10,681 feet and 10,704 feet, TVD) in the Noble Energy, Inc. – C. Kratzer No. 1 Well, located in Section 14, Township 9 South, Range 1 West, Acadia Parish, Louisiana.

The Upper Marg Tex 2 Sand, Reservoir D, in the Ellis Field, is hereby defined as being that gas and condensate bearing sand encountered between the depths of 10,874 feet and 10,885 feet, electrical log measurements (10,814 feet and 10,824 feet, TVD) in the Noble Energy, Inc. – C. Kratzer No. 1 Well, located in Section 14, Township 9 South, Range 1 West, Acadia Parish, Louisiana.

A conference to discuss the proposed application and any opposition thereto was held at 10:30 a.m. on Friday, August 26, 2005, at the Onebane Law Firm, 1200 Camellia Boulevard, Suite 300, Lafayette, Louisiana, (337)237-2660. A list of parties who attended the pre-application conference is attached. Randall C. Songy, attorney for the applicant, opened the conference with a brief discussion of the Rules of Procedures. Bill Robbins, geological consultant for the applicant, explained the applicant's proposal and the geological, engineering and other bases therefore, and answered questions. Counterplans were submitted by Jim Hardwick, on behalf of Brian Hensgens, et al, and Holmes Smart, on behalf of Dennis Hensgens. The parties were unable to resolve their differences at the conference, but agreed to continue discussing a resolution after the conference. The conference was then adjourned.

Subsequent to the conference, additional discussions did lead to a resolution of differences, which are reflected on the attached unit plats. We therefore expect no opposition to these unit proposals.

Pertinent data relating to the proposed application can be obtained, AT THE COST OF THE REQUESTING PARTY, by contacting **W.H. Robbins & Associates, L.L.C., 302 LaRue France, Lafayette, Louisiana 70508, (337)232-5004.**

There is attached hereto and made a part hereof plats outlining the proposed units and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished ONLY to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, enclosed herein is our check in the amount of \$1,510.00 made payable to the Office of Conservation in payment of the required hearing application fee.

Sincerely,



RANDALL C. SONGY

RCS/elg/pcd/Enclosures

cc: Mr. Richard Hudson, District Manager
Office of Conservation

All Interested Owners, Interested Parties and
Represented Parties

P.S. To all Interested Owners, Represented Parties and Interested Parties:

You may have received this Application even though your property is not included in the proposed unit, because the Revised Rules of Procedure require us to attempt to also notify everyone owning an interest in the area "proximate to" the proposed unit.

Your receipt of this Application does not require you to take any action. It is meant to notify you of these proceedings so that you have the opportunity to participate if you so desire.

